

SCHEDULE CSS — SUBORDINATE ORGANIZATION SCHEDULE

*Throughout these instructions, **you** and **your** refers to the reporting savings association and its consolidated subsidiaries; **we** and **our** refers to the Office of Thrift Supervision.*

Complete this schedule annually using data as of December 31.

Report data as of December 31 for all active subordinate organizations that you own directly or indirectly, including any shell organizations owning active entities. Include subsidiary depository institutions. Do not include ownership interest in entities designated as pass-through investments as described in 12 CFR § 560.32. For purposes of reporting on Schedule CSS, an **inactive subordinate organization** is one with annual gross revenues of less than one thousand dollars.

CSS010: Entity Tax ID #

Report the taxpayer identification number, EIN, of the entity.

CSS020: Entity Name

Report the legal name of the entity.

CSS025: Street Address

Report the street address of the entity's headquarters, if located within the United States or its possessions. If the entity's headquarters is located in a foreign country, report the street address and city – abbreviate if necessary.

CSS030: City

Report the city where the entity has its headquarters, if located within the U.S. or its possessions. The city must correspond to the street address reported on CSS025. If the entity's headquarters is located within a foreign country, report only the name of that country.

CSS040: State

Report the abbreviation for the state in which the headquarters of the entity is located. The state must correspond to the city reported on CSS030. Report 99 if located in a foreign country.

CSS045: Zip Code

Report the zip code for the entity's headquarters. The zip code must correspond to the address reported on CSS025 through CSS040. Report **99999** if located within a foreign country that does not have a five-digit zip code.

CSS050: OTS Docket Number or Tax ID # of Immediate Parent

For first-tier subordinate organizations or a depository institution that you own directly or indirectly, report the docket number of the parent savings association. For lower-tier entities, as defined in 12 CFR § 559.2, report the taxpayer identification number, EIN, of the immediate parent of the entity within your organizational structure. For lower-tier entities, the taxpayer ID number entered here will also appear as a taxpayer ID number on CSS010.

If two or more entities in your tier structure own a subordinate organization, report the taxpayer ID number of the parent with the largest percent ownership. If two or more parents in your tier structure have the same percent ownership, choose one and report the taxpayer ID number for the parent chosen.

CSS060: Name of Immediate Parent

Report the legal name of the immediate parent reported on CSS050.

CSS070: % Ownership by Immediate Parent

Report the percent ownership by the immediate parent reported in CSS050 and CSS060. Report the number as a whole-number percentage – report 2/3's as 67 not as 0.67 or 66.7.

CSS080: Type of Entity

Report the code for the type of entity described below.

Code 11 Operating Subsidiary, Including entities formerly defined as finance subsidiaries

Operating subsidiary as defined in 12 CFR § 559.2 as any entity that satisfies all of the requirements for an operating subsidiary under 12 CFR § 559.3 and that is designated as an operating subsidiary by the parent savings association. A federal savings association must own, directly or indirectly, more than 50 percent of the voting shares of an operating subsidiary, and no other person or entity may exercise effective operating control. An operating subsidiary may only engage in activities permissible for a federal savings association.

Do not include entities that meet the criteria for a **lower-tier operating subsidiary**. Report these entities as Code 12.

Code 12 Lower-tier Operating Subsidiary

An operating subsidiary as defined under Code 11 that you own indirectly.

Code 13 Service Corporation

A **service corporation** is any entity that satisfies all of the requirements for service corporations in 12 U.S.C. § 1464(c)(4)(B) of the Home Owners' Loan Act and 12 CFR § 559.3 and that is designated as a service corporation by the investing savings association.

Code 14 Lower-tier Entity Qualifying as a Subsidiary

As defined in 12 CFR § 559.2, a **lower-tier entity** includes any company in which an operating subsidiary or a service corporation has a direct or indirect ownership interest. A lower-tier entity qualifies as a subsidiary if you directly or indirectly control the entity. **Control** is defined in 12 CFR § 574.

Do not include entities that do not meet the criteria for **subsidiary**. Report such entities as Code 15, Lower-tier Entity Not Qualifying as a Subsidiary.

Code 15 Lower-tier Entity not Qualifying as a Subsidiary

A lower-tier entity, defined in 12 CFR § 559.2, does not qualify as a subsidiary if you do not control it directly or indirectly. **Control** is defined in 12 CFR § 574.

CSS100 through CSS103: Type of Business

Report the code that describes the type of activity(ies) in which the entity engages up to a maximum of four. If the entity engages in more than one activity, report the functionally regulated activities first. List other activities in descending order, beginning with the entity that generates the largest revenue.

Code 01 – 29 – Not Used**Securities Brokerage and Investment Advisory Operations****Code 30 – Registered Broker or Dealer (Functionally Regulated)**

Subordinate organizations that are registered securities brokers and dealers with the Securities and Exchange Commission (SEC) to effect securities transactions or buy and sell securities. **Note:** Do not use this code to report a subordinate organization that has an arrangement, contractual or otherwise, with a registered securities broker/dealer. See Code 34.

Code 31 - Registered Investment Advisor (Functionally Regulated)

Subordinate organizations that are registered investment advisors with the SEC or a state. The term **investment advisor** is defined by law. Investment advisors are in the business of advising others as to the value of securities or as to the advisability of investing in, purchasing or selling securities.

Note: Do not use this code to report arrangements, contractual or otherwise, with a registered investment advisor – see Code 34. In addition to Code 31, also report Code 41 if the entity conducts trust operations.

Code 32 – Registered Investment Company (Functionally Regulated)

Subordinate organizations that are registered as investment companies with the SEC under the Investment Company Act of 1940. Registered investment companies engage primarily in the business of investing, reinvesting, or trading in securities.

Code 33 – Commodities Firms/Brokers (Functionally Regulated)

Subordinate organizations that engage in commodities transactions and are regulated by the Commodities Futures Trading Commission (CFTC).

Code 34 - Third Party Nondeposit Investment Product Sales or Referral Program

Subordinate organizations that contract with a third party that markets and sells nondeposit investment products, or investment advisory or related services to retail customers.

Note: Do not include here, subordinate organizations that are functionally regulated, such as a registered securities broker/dealer, investment advisor, or investment company – see Codes 30 thru 32 – or insurance sales operations – see Codes 35 thru 37.

Insurance Operations***Code 35 – Insurance Company or Agency (Functionally Regulated)***

Subordinate organizations that are insurance companies/agencies chartered, or licensed, and regulated by individual states.

Note: Do not use this code to report organizations that do either of the following:

1. Offer insurance products or services indirectly through an arrangement with an insurance company. See Code 37.
2. Underwrite insurance. See Code 36.

Code 36 - Insurance Underwriting (Functionally Regulated)

Subordinate organizations that engage directly, not through a third party, in the business of insurance underwriting, including reinsurance.

Note: Do not include organizations that only engage in insurance agency operations – see Code 35 – or third party insurance sales arrangements. See Code 37.

Code 37 - Third Party Insurance Sales or Referral Programs or Other Non-functionally Regulated Insurance Operations

Subordinate organizations that enter into an arrangement for a third party to market or sell insurance products and related services to retail customers. These subordinate organizations are not functionally regulated entities.

Other Business Operations***Code 38 – Subsidiary Depository Institution***

Subordinate organizations that are also a depository institution – such as a savings association, state savings bank, national bank, or credit card bank.

Note: If we granted fiduciary powers to this entity, also report Code 41.

Code 39 – Lending

Subordinate organizations that engage in mortgage lending, commercial lending, consumer lending or mortgage banking activities. Include finance or capital leasing activities.

Code 40 – General Leasing

Subordinate organizations that engage in general leasing activities. With general, operating, leases, the lessor is often responsible for the maintenance of the property.

Note: Include finance or capital leasing activities in lending, Code 39.

Code 41 – Trust and Other Fiduciary-related Services

Subordinate organization that engage in fiduciary activities, as defined in 12 CFR §550.30. Institutions and their subordinate organizations must obtain our approval to engage in these fiduciary activities consistent with 12 U.S.C.1464(n).

Note: If applicable, also report Code 31, Registered Investment Advisor.

Code 42 – Exempt Fiduciary Services and Custodial Functions

Subordinate organizations that:

1. Engage in exempt fiduciary capacities under 12 CFR § 550.580 thru § 550.620.
2. Conduct custodial functions, including acting as an escrow agent.

Note: Use Code 41 to report subordinate organizations that conduct fiduciary activities listed in 12 CFR § 550.30.

Code 43 - Real Estate Development and Related Activities (Except Community Development-Related Investments)

Subordinate organizations that: (1) develop land or other real estate for sale or lease or property management or (2) acquire improved real estate or manufactured homes to be held for rental or resale, remodeling, renovating, or demolishing and rebuilding for sale or rental, or to be used for offices and related facilities of a stockholder of the subordinate organization.

Note: Do not include community development-related real estate investments and development activity. See Code 55.

Code 44 - Management of Real Estate Owned and Other Repossessed Assets

Subordinate organizations that perform asset management and disposition services for real estate owned (REO) or other repossessed assets.

REO includes:

1. Real estate in judgment.
2. Real estate acquired through foreclosure.
3. In-substance foreclosures.
4. Real estate acquired through deed in lieu of foreclosure.

5. Real property exchanged for foreclosed real estate.

Code 45 - Appraisal, Inspection Services

Subordinate organizations offering appraisal or inspection services.

Code 46 – Real Estate Investment Trust

Subordinate organizations organized as a real estate investment trust (REIT).

Code 47 - Agency Operations

Subordinate organizations that conduct activities, other than as principal, such as real estate brokerage. Do not include subordinate organizations that are functionally regulated.

Code 48 – Electronic Banking

Subordinate organizations that engage in e-commerce business, such as Internet access, on-line lending, web site bill payment or funds transfer, web site maintenance, account aggregation, finder services, on-line brokerage or maintenance of financial portals.

Code 49 – Digital Certificate Authority

Subordinate organizations that engage in digital certificate authority services.

Code 50 – Data Processing Service Provider

Subordinate organizations that provide data processing, data mining, or data warehousing services.

Code 51 – Application (Software) Development

Subordinate organizations that engage in software development activities, such as new technologies or modeling techniques.

Code 52 - Issuing Notes, Bonds, Debentures or Other Securities

Subordinate organizations that issue – directly or through a third party intermediary – notes, bonds, debentures, or other instruments/securities. Do not include organizations that only issue preferred securities. See Code 53.

Code 53 – Issuing Preferred Securities

Subordinate organizations that issue preferred securities, such as trust-preferred or REIT-preferred securities.

Community Development-related Operations

Code 54 – Investments in a Small Business Investment Company

Subordinate organizations that invest in entities licensed by the Small Business Administration (SBA) to operate as a Small Business Investment Company.

Code 55 – Investments in Community Development Related Real Estate

Subordinate organizations that invest in community development related real estate as authorized under HOLA 5(c)(3)(A), such as investments in low-income housing tax credit projects.

Code 56 – Charitable Foundation

Subordinate organizations that establish a nonprofit organization that is recognized by the Internal Revenue Service as organized for charitable purposes.

Code 57 - Investments in Entities Authorized by Statute to Promote Community Development

Subordinate organizations that make investments in entities authorized by statute to promote community, inner city, and community development purposes, such as investments in Community Development Financial Institutions.

Code 58 – Other Community Development Investments

Subordinate organizations that make investments in either of the following:

1. Governmentally insured, guaranteed, subsidized or otherwise sponsored programs for housing, small farms, or businesses that are local in character.
2. Entities that meet the community development needs of, and primarily benefit, low-and moderate-income communities.

Other**Code 99 – Other**

Any activity not listed above.

CSS110: Identification Number of Subsidiary Depository Institution

If Code 38 is entered on CSS100 through CSS103, report the subsidiary depository institution's OTS docket number. If there is no OTS docket number, report the FDIC certificate number.

CSS115: Other Business Type

If Code 99 is entered on CSS100 through CSS103, describe the type of activity in which the entity engages. This narrative is limited to twenty spaces.

CSS120: Total Assets

Report the total assets of the entity as of the reporting date. Do not consolidate lower-tier entities. If total assets round to less than one thousand, enter a 1 in CSS120 and a corresponding entry in CSS130 or CSS140.

CSS130: Total Liabilities

Report the total liabilities of the entity as of the reporting date. Do not consolidate lower-tier entities.

CSS140: Total Capital

Report the capital of the entity as of the reporting date. Do not consolidate lower-tier entities.

CSS150: Net Income (Loss) For the Calendar Year

Report the net income or loss of the entity on a stand-alone, unconsolidated, basis for the year ending December 31.

CSS160: Gross Commitments and Contingent Liabilities

Report the outstanding gross commitments and contingent liabilities, including all transactions with affiliates.

Include:

1. Gross commitments to originate, sell or purchase loans and securities.
2. Gross commitments to purchase or sell real estate.
3. Loans-in-Process, loans closed, but not yet disbursed.
4. Unused lines of credit.
5. Total contingent liabilities.

Examples of contingent liabilities include:

1. Guarantees of indebtedness to others.
2. Standby letters of credit.
3. Loans sold with recourse.
4. Litigation claims or assessments.